

Charlotte Alumni Marching Band Association By-Laws

v1.1

Article I: Name

1. The name of this organization shall be the "Charlotte Alumni Marching Band Association", hereinafter referred to as the "Association".
2. The Association can also be recognized by the shorthand acronym "CAMBA".

Article II: Mission and Purpose

The mission of the Charlotte Alumni Marching Band Association (CAMBA) is to provide a unique network of UNC Charlotte athletic bands alumni by fostering lifelong participation, vivifying philanthropic support, celebrating musical excellence, and cultivating an enjoyable community dedicated to growth.

The Association shall be established independently of any entity or institution, including but not limited to the University of North Carolina System, The University of North Carolina at Charlotte, or The UNC Charlotte Alumni Association. The Association may partner with these and other entities.

The purpose of the Association shall be the following:

1. Foster a sense of community among current and future alumni of The UNC Charlotte "Pride of Niner Nation Marching Band" and all athletic bands.
2. Support the current members of the Pride of Niner Nation Marching Band through community, mentorship, fundraising, and other means.
3. Provide opportunities for alumni engagement and participation in band-related activities through official events and partnerships with the band and its current membership.
4. Preserve and promote the traditions and legacy of the UNC Charlotte "Pride of Niner Nation Marching Band".

Article III: Membership

1. Membership in the Association shall be open to all individuals who were members of athletic bands at UNC Charlotte including the inaugural 49er Drumline (2013-2014), Basketball Band, and The Pride of Niner Nation Marching Band during their time as students and have now either left the university or have graduated.
2. Alumni may become members by completing a membership application, paying any required dues, and signing the code of conduct.
3. Membership privileges shall include voting rights, eligibility to hold office, and access to Association events and activities.
4. A member may be removed from the Association for failure to pay dues, violation of the code of conduct, or a felony conviction.
5. A member is in good standing if they have paid their dues and abide by the code of conduct.

Article IV: Dues

1. Dues shall be paid annually and regulated by the Finance committee. The specified amount for dues will be reviewed annually by the Board and shall be approved by a majority vote of the Association membership.
2. Dues may cover operational expenses and event expenses such as, but not limited to, homecoming, alumni band days, and other events hosted by the Association throughout the year.

Article V: Board of Directors

1. The Board of Directors of the Association shall consist of at least seven and no more than ten members, including four officers. There may be additional ex-officio board member(s).
 - A. If there are not enough candidates and sitting Board members to meet the minimum number, the Board may lower the minimum member count to the number of current Board members for the given fiscal year, until the next application cycle.
2. The Director of Bands and the Associate Director of bands at UNC Charlotte may be ex-officio board members. Ex-officio board members cannot vote on board actions. The Board of Directors may approve other ex-officio members on an ad-hoc basis.
3. Board members are elected for a two-year term and may be eligible for two additional two year terms for a **total of six years** of service.
4. To be eligible for consideration for the Board of Directors, a member must be in good standing.
5. Notification of how to be nominated/apply for a position on the Board of Directors will be sent to all members 30 calendar days prior to the deadline for application. All nominations/applications will be reviewed by the Board. New board members are elected by a majority vote of the Board of Directors.
6. Removal of Board Members
 - A. At any meeting of the Board called expressly for that purpose, any Board Member may be removed by an affirmative majority vote by the current Board.

Article VI: Officers of the Board of Directors

1. The Officers of the Board shall be the President, Vice President, Secretary, and Treasurer. The Officers shall perform the duties listed below, and also serve as the Executive Committee.
 - A. The President shall preside over all meetings and provide an agenda for all meetings.
 - B. The Vice President shall perform duties as assigned by the Board. In the absence of the President, the Vice President shall perform the duties of the President.
 - C. The Secretary shall be responsible for recording and distributing the minutes of all meetings and preserving records of ongoing affairs of the Association.
 - D. The Treasurer shall:

- a. Supervise the collection and disbursement of monies involved in meeting the objectives of the Association as designated by the Board, including membership dues
 - b. Supervise custody and oversee maintenance of accurate financial records
 - c. Safeguard all the assets of the Association and the investment of current and operating reserve funds of the Association
 - d. Deposit all monies and securities received by the Association at such depositories in the Association's name that may be designated by the Board
 - e. Provide quarterly (at minimum) financial reports to the Board, and an annual report to the full Association membership
 - f. Oversee the Finance Committee
 - g. Perform all duties incident to the functions of a Treasurer or Board member and other duties as assigned by the President or the Board
2. Officers are elected for a one-year term and may be eligible for one additional term, concurrent with the current Board term they are serving Officers shall be elected by a majority vote of the Board of Directors.
 3. To be considered for an officer position, one must be a current Board member and have served at least one full term.
 4. Removal of Officers
 - A. At any meeting of the Board called expressly for that purpose, any Officer may be removed by a two-thirds vote of the Board of Directors.
 5. Resignation of Officers
 - A. If an officer resigns, a board meeting shall be convened to appoint a replacement Officer by a majority vote. The immediate term of this replacement Officer will not count against them when considering eligibility for future Officer positions.

Article VII: Vacancies

1. Vacancies in any Board position for any reason other than resignation or term expiration shall be filled by majority vote of the Board of Directors.

Article VIII: Indemnification

1. Board members shall be indemnified by the Association, so long as the board member acted in a manner substantially similar to and consistent with the standard of care required for directors, as described in the code of conduct and Article IV of these Bylaws. Any board member indemnification shall be limited to proceedings that are directly related to or have arisen out of the board member's acts on behalf of the Association.

Article IX: Committees

1. The Standing committees shall consist of the Executive, Finance, Governance, and Outreach Committees. Minutes shall be recorded at each committee meeting and presented to the Board. The Executive committee is the only Board committee (consists

only of Board members) while the other committees are Association committees (led by a Board member and filled with regular members).

- A. **Executive Committee:** The Executive committee is responsible for conducting any business of the Board between Board meetings unless the designated business item specifically requires the full Board. The Executive committee shall consist of the four Officers and be chaired by the President. Ex-officio members may also serve on the Executive committee. The Executive Committee shall meet as often as necessary. Minutes of each meeting shall be compiled by the Secretary and reported to the Board.
 - B. **Governance Committee:** The Governance committee is responsible for overseeing the functions of the Board of Directors, holding nominations and reviewing state and federal regulatory requirements for compliance. The Governance committee shall consist of one board member as chair.
 - C. **Finance Committee:**
 - i. The Finance committee is responsible for collecting and regulating dues, monitoring monthly financial statements and cash flows, maintaining accurate and complete financial records, budgeting and preparing budget proposals, and presenting budget and financial statements to the Board. The Finance committee must maintain compliance with federal, state and other reporting requirements. The Finance committee shall consist of the Treasurer as chair.
 - 1. If there is an audit issue, a separate ad-hoc audit committee shall handle the Association's annual information return for the IRS.
 - ii. In matters of extreme urgency where expediency dictates bypassing the Executive Committee, the Finance Committee may make binding decisions for the corporation that must be immediately communicated to the entire Board.
 - D. **Outreach Committee:** The Outreach committee is responsible for managing the Association's social media accounts, website, newsletters and official statements. The Outreach committee is also responsible for marketing and promoting membership, maintaining the current membership list, and participating in planning/staging of the Association meetings. The Outreach committee may create ideas or events for fundraising that must be approved by the Board. The Outreach committee shall consist of one board member as chair.
- 2. Ad-hoc Committees may be established as needed by the Board of Directors. A Board member shall be chair of these committees. Each committee thus created shall advise the Board of Directors on matters related to achieving the stated mission and goals of the Association.
 - 3. Each committee shall consist of a Board member as chair with no less than three members including the committee chair. The Committee chair appoints members and the Board of Directors approves who may join a certain committee. Committee membership is open to any member in good standing.

Article X: Meetings

1. Quorum
 - A. A simple majority of meeting attendees shall constitute a quorum.
2. The Association shall hold regular meetings at least twice per year.
 - A. If quorum is not met at a given Association meeting, any voting that must take place may be held electronically, administered by the Secretary.
 - i. In absence of the Secretary, a Board member may administer the electronic vote.
 - ii. The electronic voting period shall be no longer than 72 hours.
3. The Board shall hold regular meetings at least every quarter.
 - A. Any regularly scheduled Board meeting may be canceled and rescheduled if less than half of Board members are in attendance.
 - B. A special meeting of the Board may be called by the President with 5 calendar days' notice, or by three fourths of the Board members with the same time requirement.
 - C. The Board of Directors will approve the slate of officers at one of the quarterly meetings.
4. Special Association meetings may be called by the President or upon written request of a majority of active members.
5. Notice of all Association regular meetings shall be provided to all expected members at least 30 calendar days in advance.
6. Board meeting records shall be kept in a shared drive accessible only to the Board members. General meeting minutes will be available in a shared drive for the general membership. Association meeting records may be made available for the public as necessary.

Article XI: Finances

1. The Association's fiscal year shall be from August 1 to July 31.
2. The Association shall maintain a bank account for its funds. All funds and property held by the Association are maintained in trust for the purposes only in accordance with its official Mission and goals. Two members of the Board will be co-signers on the bank account and have signature authority for all bank transactions. Transactions shall be approved by the Board in advance.
3. The Treasurer shall be the chair for the Finance Committee and be responsible for fulfilling the role as described for Treasurer in Article VI.
4. Financial books shall be kept in a shared drive accessible only to the Board members.
5. Financial decisions, such as general operating funds and fundraising activities, shall be made by a simple majority vote of the Board. Budgets shall be proposed and approved annually by majority vote of the Board.
6. A member may be eligible for reimbursement if they spend their own money on an expense specifically for the Association. This process requires approval and an expense report must be created and submitted to the Finance Committee.
7. The financial statements of this Association shall be audited periodically as determined by the Board. Such audit shall be made by a competent, certified public accountant of recognized standing who is not an officer of the Association. Upon written request, audit

reports shall be made available to Association members and to any appropriate judicial authority.

Article XII: Amendments

1. The existing by-laws will be reviewed on an every other year basis by the Board of Directors.
2. The by-laws may be amended by a majority vote of the Board.
3. Proposed amendments must be submitted in writing to the membership at least 30 calendar days prior to the vote.

Article XIII: Adoption

1. These by-laws shall be adopted upon approval by a majority vote of the Board of Directors.

Article XIV: Dissolution

1. In the event of the dissolution of the Association, any remaining assets shall be distributed to The UNC Charlotte “Pride of Niner Nation Marching Band” discretionary fund at the time of dissolution.

Article XV: Effective Date

1. These by-laws shall become effective immediately upon adoption.

Historical Notes

Version	Date	Changes
v1.0	8/3/2024	Initial Version (Draft)
v1.1	9/4/2024	Update